

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

V.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILLICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR,

Defendants.

DECLARATION OF WENDY S. PLOTKIN

Wendy S. Plotkin deposes and states as follows:

1. I am an attorney in the law firm of Choate, Hall & Stewart, and a member of the bar of the Supreme Judicial Court of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts. I am counsel to the above-named defendants and make this declaration in support of Manfred Grabherr's Reply Memorandum in Support of his Motion for Summary Judgment.

2. Attached hereto as Ex. A is a true and correct copy of a portion of the deposition transcript of Manfred Grabherr.

3. Attached hereto as Ex. B is a true and correct copy of a portion of the deposition transcript of Jeanne McCann.

4. Attached hereto as Ex. C. is a copy of a document bearing Bates label SS020570.

5. Attached hereto as Ex. D is a copy of a document bearing Bates label SS020182.

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

/s/ Wendy S. Plotkin

Dated: July 6, 2005